



**UTILITY DECLARATION
AND POWER OF ATTORNEY**
Utility Application

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled **System And Method For Interactive Translation** the specification of which

(Check One)

☐

is attached hereto OR

☒

was filed on July 17, 2000 as United States Application Serial No. 09/617,169.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment(s) referred to above.

I acknowledge the duty to disclose information which is material to the patentability of this application in accordance with Title 37, Code of Federal Regulations, § 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, § 119(a)-(d) or § 365(b) of any foreign application(s) for patent or inventor's certificate, or § 365(a) of any PCT international application which designated at least one country other than the United States of America, listed below and have also identified below, by checking the box, any foreign application for patent or inventor's certificate, or of any PCT international application having a filing date before that of the application on which priority is claimed.

Prior Foreign Application Number(s)	Country	Date of Filing	Priority Claimed	
			Yes	No

I hereby claim the benefit under Title 35, United States Code § 119(e) of any United States provisional application(s) listed below.

Application Number(s)	Filing Date

I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s), or § 365(c) of any PCT international application designating the United States of America, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT international application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application.

U.S. Parent Application Number	PCT Parent Number	Parent Filing Date	Status-Patented, Pending or Abandoned

POWER OF ATTORNEY: As a named inventor, I hereby appoint as my attorneys and/or agents, with full power of substitution and revocation, to prosecute this application and transact all business in the United States Patent and Trademark Office, and in countries other than the United States, and to do all things necessary or appropriate therefor before any competent International Authorities in connection with any international patent application(s) corresponding to the above-identified invention application, all of the registered practitioners identified by Customer Number 22249:



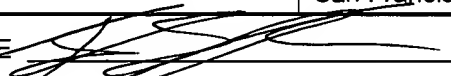
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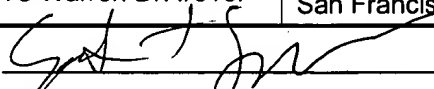
PATENT TRADEMARK OFFICE

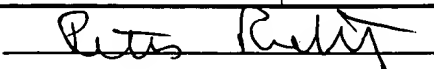
LYON & LYON LLP
Suite 4700
633 W. Fifth Street
Los Angeles, CA 90071
(213) 489-1600

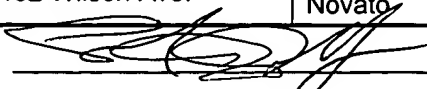
Please send all correspondence to the attention of **Lynn McKernan**, and direct all telephone calls to **408-993-1555**.

I further declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Title 18, United States Code, § 1001 and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

201	FULL NAME OF INVENTOR	FIRST Name Brent	MIDDLE Initial E.	LAST Name Pearson	
	RESIDENCE & CITIZENSHIP	City San Francisco	State or Foreign Country CA		Country of Citizenship USA
	POST OFFICE ADDRESS	3533 1/2 23rd St.	City San Francisco	State or Country CA	Zip Code 94110
INVENTOR'S SIGNATURE 				DATE <u>11/14/00</u>	

202	FULL NAME OF INVENTOR	FIRST Name Scott	MIDDLE Initial T.	LAST Name Silliman	
	RESIDENCE & CITIZENSHIP	City San Francisco	State or Foreign Country CA		Country of Citizenship USA
	POST OFFICE ADDRESS	478 Warren Dr. #616.	City San Francisco	State or Country CA	Zip Code 94131
INVENTOR'S SIGNATURE 				DATE <u>11/14/00</u>	

203	FULL NAME OF INVENTOR	FIRST Name Peter	MIDDLE Initial A.	LAST Name Richter	
	RESIDENCE & CITIZENSHIP	City San Francisco	State or Foreign Country CA		Country of Citizenship USA
	POST OFFICE ADDRESS	85 Diamond St.	City San Francisco	State or Country CA	Zip Code 94114
INVENTOR'S SIGNATURE 				DATE <u>11/14/00</u>	

204	FULL NAME OF INVENTOR	FIRST Name Samuel	MIDDLE Initial N.	LAST Name Neff	
	RESIDENCE & CITIZENSHIP	City Novato	State or Foreign Country CA		Country of Citizenship USA
	POST OFFICE ADDRESS	452 Wilson Ave.	City Novato	State or Country CA	Zip Code 94947
INVENTOR'S SIGNATURE					DATE 11/14/00



Patent
255/081

**POWER OF ATTORNEY
By Assignee**

GlobalEnglish Corporation, assignee(s) of the application for United States Letters Patent for an improvement in

System And Method For Interactive Translation
by Pearson, Brent, et al.

the specification of which:

- ☐ is filed herewith, OR
☒ was filed on July 17, 2000, having U.S. Patent Application Serial No. 09/617,169,

does hereby appoint as my attorneys and/or agents, with full power of substitution and revocation, to prosecute this application and transact all business in the United States Patent and Trademark Office, and in countries other than the United States, and to do all things necessary or appropriate therefor before any competent International Authorities in connection with any international patent application(s) corresponding to the above-identified application, all of the registered practitioners identified by Customer Number 22249:



22249

PATENT TRADEMARK OFFICE

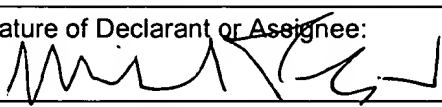
LYON & LYON LLP
Suite 4700
633 W. Fifth Street
Los Angeles, CA 90071
(213) 489-1600

Please send all correspondence to the attention of **LYNN Y. MCKERNAN**, at the above Customer Number, and direct all telephone calls to **408-993-1555**.

I, the undersigned, declare that I have reviewed copies of the documentary evidence establishing chain of title to the patent application identified above from the inventor(s) to the assignee(s), which:

- ☒ is filed for recordation herewith; or
☐ was recorded at Reel _____, Frame _____; or
☐ has been sent for recordation under separate cover, copy attached herewith.

To the best of the undersigned's knowledge and belief, title is in the assignee(s) identified above. Furthermore, the undersigned is empowered to sign this document on behalf of the assignee(s).

Full Name of Assignee: GlobalEnglish Corporation	
Post Office Address: 5000 Shoreline Corporation, Suite 300, South San Francisco, CA 94080	
Signature of Declarant or Assignee: 	Date: November 14, 2000
Full Name of Declarant	
If Other Than Assignee: Michael Pendergast, Esq.	
Title of Declarant: Vice-President, Business Affairs and General Counsel	
Address of Declarant: 5000 Shoreline Corporation, Suite 300, South San Francisco, CA 94080	

NOV 27 2000

RECORDATION FORM COVER SHEET
PATENTS ONLYU.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Docket No. 255081

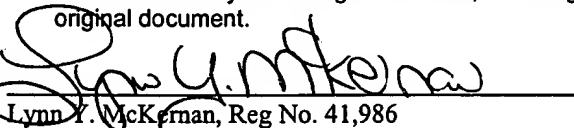
To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Brent E. Pearson, Scott T. Silliman, Peter A. Richter; Samuel N. Neff Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party: Name: <u>GlobalEnglish Corporation</u> Internal Address: _____ City: _____ State: _____ Zip: _____ Street Address: <u>5000 Shoreline Court, Suite 300</u> City: <u>South San Francisco</u> State: <u>CA</u> Zip: <u>94080</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>November 14, 2000</u>	

4. Application number(s) or patent number(s): If this document is being filed together with a new application, the execution date of the application is: A. Patent Application No(s): <u>09/617,169, filed on July 17, 2000</u> B. Patent No(s): _____ Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Lynn Y. McKernan</u> Internal Address: <u>LYON & LYON LLP</u> <u>633 West Fifth Street, Suite 4700</u> <u>Los Angeles, CA 90071-2066</u>	6. Total number of applications and patents involved: 7. Total fee (37 CFR 3.41): \$ 40.00 <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Charge this Deposit Account if any additional fee is required 8. Deposit Account Number: <u>12-2475</u>
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DO NOT USE THIS SPACE

9. Statement and signature: To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.  Lynn Y. McKernan, Reg No. 41,986 Date: <u>Nov 22, 2000</u>
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Total number of pages including cover sheet: 12

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ASSIGNMENT OF PATENT APPLICATION

WHEREAS, WE, **BRENT E. PEARSON**, a citizen of UNITED STATES OF AMERICA, **SCOTT T. SILLIMAN**, a citizen of UNITED STATES OF AMERICA, **PETER A. RICHTER**, a citizen of UNITED STATES OF AMERICA, and **SAMUEL N. NEFF**, a citizen of UNITED STATES OF AMERICA (hereinafter referred to as "ASSIGNORS"), have invented a **SYSTEM AND METHOD FOR INTERACTIVE TRANSLATION** for which application for Letters Patent of the United States of America has been filed on July 17, 2000, assigned Serial No. 09/617,169.

WHEREAS, **GLOBALENGLISH CORPORATION**, a corporation organized and existing under and by virtue of the laws of the State of **California** and having its place of business at **5000 Shoreline Court, Suite 300, South San Francisco, CA 94080** (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the exclusive right, title and interest in, to and under said invention and in, to and under any Patent or similar legal protection to be obtained therefor in the United States of America, its territorial possessions and in any and all countries foreign thereto.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNORS hereby sell, assign, transfer and set over unto the said ASSIGNEE, its successors and assigns, the full and exclusive right, title and interest to said invention and to all Letters Patent or application or similar legal protection, not only in the United States and its territorial possessions, but in all countries foreign thereto, to be obtained for said invention by said application, and to any continuation, division, renewal, substitute or reissue thereof or any legal equivalent thereof in the United States or a foreign country for the full term or terms for which the same may be granted, including all priority rights under the International Convention; and ASSIGNORS hereby authorize and request the Commissioner of Patents and Trademarks to issue

said Letters Patent or any legal equivalent thereof to said ASSIGNEE, its successors and assigns, in accordance with this Assignment.

ASSIGNORS hereby covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this Agreement;

ASSIGNORS further covenant that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said application, said invention and said Letters Patent and legal equivalents as may be known and accessible to ASSIGNORS and will testify as to the same in any interference or litigation related thereto and will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents in the United States or in any foreign country, which may be necessary or desirable to carry out the purposes thereof.

ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of

San Mateo

SS.

On

11.14.00

(DATE)

before me,

personally appeared

Michael Pendergast

SIGNER(S)

Ann M. Yavorsky
(NOTARY)

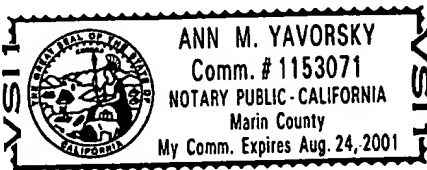


~~personally known to me~~

OR-



proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) ~~is/are~~ subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the same in ~~his/her/their~~ authorized capacity(ies); and that by ~~his/her/their~~ signature(s) on the instrument the person(s); or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Ann M. Yavorsky
NOTARY'S SIGNATURE

OPTIONAL INFORMATION

The information below is not required by law. However, it could prevent fraudulent attachment of this acknowledgment to an unauthorized document.

CAPACITY CLAIMED BY SIGNER (PRINCIPAL)



INDIVIDUAL



CORPORATE OFFICER

TITLE(S)



PARTNER(S)



ATTORNEY-IN-FACT



TRUSTEE(S)



GUARDIAN/CONSERVATOR



OTHER:

SIGNER IS REPRESENTING:

NAME OF PERSON(S) OR ENTITY(IES)

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Power of Attorney
TITLE OR TYPE OF DOCUMENT

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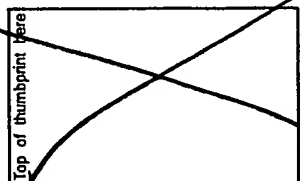
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OF

SIGNER



ALL-PURPOSE ACKNOWLEDGMENT

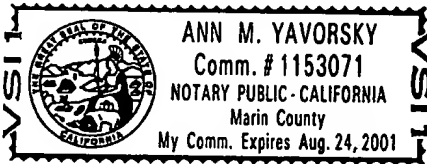
State of California

County of San Mateo } ss.

On November 14, 2000 before me, Ann M. Yavorsky
(DATE) (NOTARY)
personally appeared Brent E. Pearson
SIGNER(S)

☐ personally known to me - OR -

☒ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) ~~is/are~~ subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the same in his/~~her/their~~ authorized capacity(ies), and that by ~~his/her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Ann M. Yavorsky
NOTARY'S SIGNATURE

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CAPACITY CLAIMED BY SIGNER (PRINCIPAL)

- ☐ INDIVIDUAL
☐ CORPORATE OFFICER

TITLE(S)

- ☐ PARTNER(S)
☐ ATTORNEY-IN-FACT
☐ TRUSTEE(S)
☐ GUARDIAN/CONSERVATOR
☐ OTHER: _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

DESCRIPTION OF ATTACHED DOCUMENT

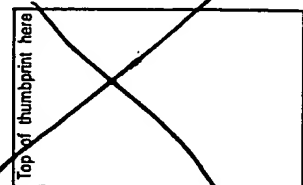
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NUMBER OF PAGES

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OF
SIGNER



WITNESS my hand at San Mateo County,
California, this 14th day of November, 2000.

Scott T Silliman
SCOTT T. SILLIMAN

STATE OF CALIFORNIA)
) ss
COUNTY OF _____)

see attached

On _____ before me, SCOTT T. SILLIMAN, personally appeared

☐ personally known to me - **OR** - ☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public in and for said County and State

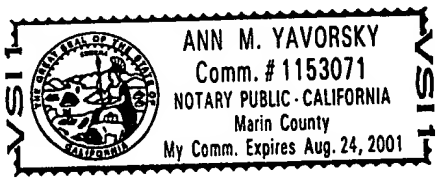
ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of San Mateo } ss.

On 11.14.00 before me, Ann M. Yavorsky
(DATE) (NOTARY)
personally appeared Scott Silliman
SIGNER(S)

☐ personally known to me - OR - ☒ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) ~~is/are~~ subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.
Ann M. Yavorsky
NOTARY'S SIGNATURE

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- ☐ CORPORATE OFFICER
- _____
TITLE(S)
- ☐ PARTNER(S)
- ☐ ATTORNEY-IN-FACT
- ☐ TRUSTEE(S)
- ☐ GUARDIAN/CONSERVATOR
- ☐ OTHER: _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

DESCRIPTION OF ATTACHED DOCUMENT

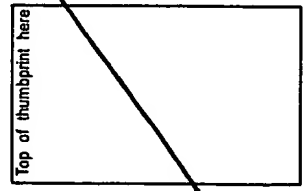
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SIGNER



WITNESS my hand at San Mateo,
California, this 14 day of November, 2000.


SAMUEL N. NEFF

STATE OF CALIFORNIA)
) ss
COUNTY OF _____)

On _____ before me, SAMUEL N. NEFF, personally appeared

☐ personally known to me - **OR** - ☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public in and for said County and State

see attached

ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of

San Mateo

SS.

On

11.14.00

(DATE)

before me,

personally appeared

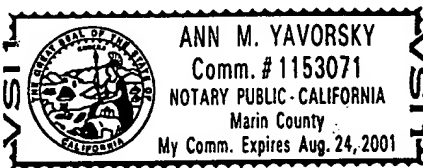
Samuel Neft

(NOTARY)

SIGNER(S)

☐ personally known to me - OR -

☒ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) ~~is/are~~ subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Ann M. Yavorsky
NOTARY'S SIGNATURE

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SIGNER



WITNESS my hand at _____,

California, this _____ day of _____, 2000.

Peter Richter 11/14/00
PETER A. RICHTER

STATE OF CALIFORNIA)

COUNTY OF _____) ss
_____)

On _____ before me, PETER A. RICHTER, personally appeared

☐ personally known to me - **OR** - ☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public in and for said County and State

ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of

San Mateo

SS.

On

11.15.00

(DATE)

before me,

Ann M. Yavorsky

(NOTARY)

personally appeared

Peter Richter

SIGNER(S)

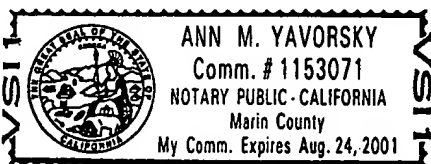


personally known to me

- OR -



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Ann M. Yavorsky
NOTARY'S SIGNATURE

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ATTORNEY-IN-FACT



TRUSTEE(S)



GUARDIAN/CONSERVATOR



OTHER:

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